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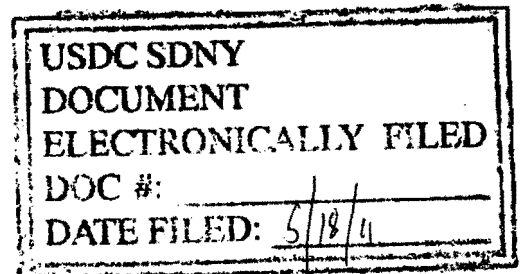
*NOT ADMITTED TO THE NEW YORK BAR

MEMO ENCLOSED

May 18, 2011

By Facsimile

The Honorable Sidney H. Stein
United States District Court
Southern District of New York
500 Pearl Street
New York, NY 10007-1312



In re Citigroup Inc. Bond Litigation, No. 08 Civ. 9522 (SHS)

Dear Judge Stein:

We represent the Citigroup Defendants in the above-referenced action. Pursuant to Rule 1.E of Your Honor's Individual Practices, we write to respectfully request an extension of defendants' time to respond to plaintiffs' Motion to Compel Production of Documents Withheld by the Citigroup Defendants Based on the "Bank Examination" Privilege (the "Motion").

Plaintiffs filed the Motion on May 13, 2011. Defendants' opposition to the Motion currently is due May 20, 2011, while plaintiffs' reply is due May 23, 2011.

Because the Motion raises numerous issues of fact and law regarding the bank examination privilege and its applicability to certain discovery materials in this case, and in order to give the federal banking regulatory agencies sufficient time to respond to the Motion or otherwise put forward their views regarding the matters in dispute, we request that the time for defendants to file their opposition to the Motion be extended until June 6, 2011, and that the time for plaintiffs to file their reply to the

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The Honorable Sidney H. Stein

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Motion be extended until June 20, 2011. We have conferred with plaintiffs' counsel and they consent to these requests.

No prior request has been made for this relief. We appreciate the Court's consideration of this matter.

Respectfully submitted,

Brad S. Karp
Brad S. Karp

cc (by email): Steven B. Singer
John C. Browne
Jay B. Kasner
George Zimmerman
David Kessler
Peter S. Linden
Brian F. Rice
Robert D. Klausner
Marc Gross

SO ORDERED

[Signature]
SIDNEY H. STEIN
U.S.D.J.